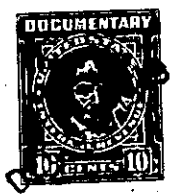


GREENVILLE CO. S.C.  
DEC 31 11 05 AM 1949  
LILLIE FARNSWORTH  
R.M.O.



STATE OF SOUTH CAROLINA, )  
COUNTY OF GREENVILLE. )

WHEREAS, the stockholders of PIEDMONT PLUSH MILLS, INC., a corporation existing under and by virtue of the laws of the State of Delaware, at a special meeting held pursuant to notice on December 20, 1949, resolved to transfer all of its assets to PIEDMONT PLUSH MILLS, INC., a corporation organized and existing under and by virtue of the laws of the State of South Carolina, as of the close of business on December 31, 1949, and to thereafter dissolve and liquidate, and

WHEREAS, a further resolution was adopted at said meeting authorizing and directing the Delaware corporation, through its President and Secretary, to execute such deeds, bills of sale or other instruments as may be necessary to carry out the foregoing resolution,

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS That PIEDMONT PLUSH MILLS, INC., a corporation chartered under the laws of the State of Delaware and having its principal place of business at Greenville, in the State of South Carolina, for and in consideration of the sum of FORTY-FIVE THOUSAND SIX HUNDRED FIFTY-TWO AND 19/100 (\$45,652.19) DOLLARS, which is the value of the land and buildings hereinafter described as shown on the books of the Company, and the premises, to it in hand duly paid at and before the sealing and delivery of these presents by the grantee hereinafter named, (the receipt whereof is hereby acknowledged), has granted, bargained, sold and released, and by these presents does grant, bargain, sell and release unto PIEDMONT PLUSH MILLS, INC., a corporation organized and existing under and by virtue of the laws of the State of South Carolina:

